

Recording Requested by:

Name: Boeing Realty Corporation
Address: 4060 Lakewood Blvd, 6th Floor
Long Beach, CA 90808
Attn: Mario Stavale

00-0028542

Space Above This Line For Recorder's Use

COVENANT AND AGREEMENT
Transportation Demand Management and Trip Reduction Measures
Ordinance No. 168,700

The undersigned hereby certify that I am (we are) the owner(s) of the hereinafter legally described real property located in the City of Los Angeles, County of Los Angeles, State of California (provide legal description below or on separate attachment):

Legal Description: Lot 15, 16, 17, 18, 19, 20 Block - Tract 52172-02
As recorded in Book 1238 Page 17-32 Records of Los Angeles County
Site Address 1540 Francisco

That in consideration of the issuance of a building/grading/foundation permit for the project, I (we) do hereby promise, covenant and agree to and with the City of Los Angeles and the Department of Transportation of said City that to the extent of our interest, I (we) agree to comply with Section 3 REQUIREMENTS of Ordinance 168,700 to provide and maintain in a state of good repair the applicable transportation demand management and trip reduction measures.

This covenant and agreement shall run with the land and shall be binding upon future owners, encumbrances, their successors, heirs, or assigns and shall continue in effect until the Department of Transportation of the City of Los Angeles approves its termination.

Boeing Realty Corporation
(Print Name of Property Owner)

(Print Name of Property Owner)

(Signature of Property Owner)

(Signature of Property Owner)

Dated this 6th day of January 19 2000

Space Below This Line For Notary's Use

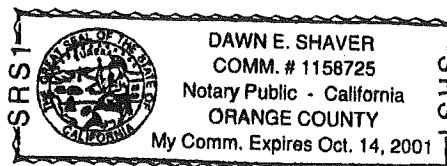
ALL-PURPOSE ACKNOWLEDGMENT
STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

On January 6, 2000 before me, Dawn E. Shaver, Notary Public,
personally appeared Stephen J. Barker - CFO D.S. 1-6-00 (name and title of officer),
satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that
he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Dawn E. Shaver
Notary Public Signature

(SEAL)



For Department Use Only

Approved by [Signature]
Dept. of Transportation

Date 1-7-00

DOT Case No. _____

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